

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34-57582; File No. SR-CBOE-2008-34)

March 31, 2008

Self-Regulatory Organizations; Chicago Board Options Exchange, Incorporated; Notice of Filing and Immediate Effectiveness of Proposed Rule Change to Increase the Class Quoting Limit in Certain Option Classes

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (“Act” or “Exchange Act”),¹ and Rule 19b-4 thereunder,² notice is hereby given that on March 26, 2008, the Chicago Board Options Exchange, Incorporated (“CBOE” or “Exchange”) filed with the Securities and Exchange Commission (“Commission” or “SEC”) the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the CBOE. The Exchange has designated this proposal as one constituting a stated policy, practice, or interpretation with respect to the meaning, administration, or enforcement of an existing rule under Section 19(b)(3)(A)(i) of the Act,³ and Rule 19b-4(f)(1) thereunder,⁴ which renders the proposal effective upon filing with the Commission. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

The Exchange proposes to increase the class quoting limit in five option classes. The text of the proposed rule change is available on CBOE’s Web site (www.cboe.org/legal), at the CBOE’s Office of the Secretary, and at the Commission’s Public reference Room.

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ 15 U.S.C. 78s(b)(3)(A)(i).

⁴ 17 CFR 240.19b-4(f)(1).

II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the Exchange included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in Sections A, B, and C below, of the most significant parts of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

1. Purpose

CBOE Rule 8.3A, Maximum Number of Market Participants Quoting Electronically per Product, establishes class quoting limits ("CQLs") for each class traded on the Hybrid Trading System or Hybrid 2.0 Platform.⁵ A CQL is the maximum number of quoters that may quote electronically in a given product and Rule 8.3A, Interpretation .01(a) provides that the current levels are generally established at 50.

In addition, Rule 8.3A, Interpretation .01(b) provides a procedure by which the President of the Exchange may increase the CQL for an existing or new product.⁶ In this regard, the President of the Exchange may increase the CQL in exceptional circumstances,

⁵ See Rule 8.3A.01.

⁶ The Exchange has increased the CQLs above 50 for certain classes. For example, Apple Inc. (AAPL) is at 60, Research in Motion (RIMM) is at 60, and Goldman Sachs Group Inc. (GS) is at 60. See Securities Exchange Act Release Nos. 55664 (April 24, 2007), 72 FR 23867 (May 1, 2007)(SR-CBOE-2007-36) and 56772 (November 8, 2007), 72 FR 64261 (November 15, 2007)(SR-CBOE-2007-126).

which are defined in the rule as “substantial trading volume, whether actual or expected.”⁷

The effect of an increase in the CQL is procompetitive in that it increases the number of market participants that may quote electronically in a product. The purpose of this filing is to increase the CQL in the following option classes as described below:

- Bear Stearns (BSC) from its current limit of 50 to 60,
- Dryships, Inc. (DRYS) from its current limit of 50 to 65,
- Lehman Brothers (LEH) from its current limit of 50 to 60,
- Petro Bras SA (PBR) from its current limit of 50 to 60, and
- Visa, Inc. (V) from its current limit of 50 to 60.⁸

The trading volume in these classes recently has increased substantially or is expected to increase. In addition, increasing these CQLs to 60 (or 65 in the case of DRYS) will accommodate Market-Makers that are currently on the wait-list to be appointed to the option classes. Increasing the CQLs in these options will enable the Exchange to enhance the liquidity offered, thereby offering deeper and more liquid markets. Lastly, CBOE represents that it has the systems capacity to support this increase in the CQLs.

2. Statutory Basis

Accordingly, CBOE believes the proposed rule change is consistent with the Act and the rules and regulations under the Act applicable to a national securities exchange and, in

⁷ “Any actions taken by the President of the Exchange pursuant to this paragraph will be submitted to the SEC in a rule filing pursuant to Section 19(b)(3)(A) of the Exchange Act.” Rule 8.3A.01(b).

⁸ Options on Visa, Inc. (V) will be listed on the Exchange beginning approximately March 28, 2008.

